



# UNIVERSITY GRANGE CRICKET CLUB

PO Box 1436, Dunedin, NZ

## RULES OF INCORPORATION (CONSTITUTION) FOR UNIVERSITY GRANGE CRICKET CLUB

### 1.0 NAME:

The name of the Club is University Grange Cricket Club (Inc.) hereinafter referred to as the "Club"

### 2.0 INTERPRETATION:

In these rules, unless the context otherwise requires:

"Club" means University Grange Cricket Club.

"Committee" means the Executive Committee of the Club.

"Executive" means the Executive Committee of the Club.

"Executive Members" means the members of the Executive Committee.

"General Ballot" means secret ballot carried out in accordance with these Rules.

"General Meeting" means any ordinary meeting of the Club.

"Subscription" means any fee charged seasonally by the Club to its members.

"Notice" means a notice posted on the internal electronic communications.

"Objects" means the objects of the Club set out in section 3.

"OUSA" means Otago University Students' Association.

"Resolution" means a motion requiring positive votes of at least half the total number of members voting at any meeting of the Club.

"Secretary" means the Secretary of the Club.

### 3.0 OBJECTS:

The objects of the Club are:

3.1 To promote, organise, foster, and manage the game of cricket and to contribute towards the advancement of the game.

3.2 To foster the game of cricket at the University of Otago and provide a club to which university students will readily access.

3.3 To provide administration and associated facilities for members of the Club and of the Old Clubs.

### 4.0 ATTAINING OBJECTS

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

### 5.0 PROPERTY OF THE CLUB

The Club must apply all property and income of the club towards the promotion of the objects or purposes of the club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.

### 6.0 POWERS OF THE CLUB

6.1 To acquire the net assets of the Old Clubs;

6.2 To open and operate bank accounts;

To invest its money –

a) In any security in which trust moneys may be invested; or

b) In any other manner authorised by the rules of the Club;

6.3 To borrow money upon such terms and conditions as the Club thinks fit;

6.4 To give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;

6.5 To raise money by subscription and to grant any rights and privileges to subscribers;

6.6 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise;

6.7 To purchase, take on lease or otherwise acquire land, buildings and premises, to erect, maintain, alter or repair any buildings or erections or other property, to purchase hire or otherwise acquire chattels of all descriptions and to manage, let, sell, exchange, dispose of or otherwise deal with any property of the Club;

6.8 To enter into any partnership or arrangement for sharing of profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or being engaged in or about to carry on or engage in any business or transaction which the Club is authorized to carry on and to engage in any business or transaction capable of being conducted either directly or indirectly to the benefit of the club or its members and to take or otherwise acquire shares and securities in or from any such person, firm or company, and sell, hold, re-issue with or without guarantee or otherwise deal with the same;

6.9 To invest, lend and deal with the moneys of the Club not immediately required for carrying on its business upon such securities and in such manner as from time to time may be determined upon;

6.10 To do all such other lawful things as are incidental or conducive to the attainment of the above-mentioned objects;

6.11 To build construct erect maintain alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Club;

6.12 Accept donations and gifts in accordance with the objects of the Club;

6.13 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Club;

6.14 Provide gifts and prizes in accordance with the objects of the Club;

6.15 Organise social events for Members and the promotion of the Club; and

6.16 To enter into any other contract the Club considers necessary or desirable.

## 7.0 AFFILIATION

7.1 The Club shall be an affiliated club of OUSA except for in the event of the winding up or dissolution of OUSA.

7.1.1 The Executive Committee shall re-affiliate the Club with OUSA every year.

6.2 The Club may cease affiliation with OUSA by amending this constitution (see clause 19.0).

## 8.0 MEMBERSHIP:

8.1 Membership shall be open to any person who wishes to further the interests of the Club.

8.2 Any person seeking membership shall make application to the Management Committee, and the Management Committee shall determine whether the application is successful or not.

8.3 Each person admitted to membership shall be:

8.3.1 Bound by the Constitution and Regulations of the Club;

8.3.2 Come liable for such fees and subscriptions as may be fixed by the Club;

8.3.3 Entitled to all advantages and privileges of membership.

8.4 Membership Categories:

8.4.1 ORDINARY MEMBER

Any person who is a financial member of the Club is entitled to hold any office and enjoy the privileges of the Club.

8.4.2 SOCIAL MEMBER

Persons other than ordinary members who are interested in promoting the Club, but who do not wish to participate in the playing activities of the Club, may become a Social Member.

8.4.3 JUNIOR MEMBER

Any person under the age of 18 years may become a Junior Member. Junior Members shall have no voting rights nor be entitled to hold any office.

8.4.4 LIFE MEMBERSHIP

The Management Committee as a Life Member may elect any member who has given outstanding service to the Club. Any member may nominate a person to the Executive Committee for consideration for Life Membership.

8.4.5 PATRON

The Club may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership.

8.4.6 AFFILIATED CLUBS OR TEAMS

A club or team desirous of becoming an affiliated club or team must take application in accordance with the regulations of the Club. Such application must be lodged with the Club Secretary on or before a date as determined by the Management Committee of the Club.

8.5 The Management Committee shall appoint a member of the Executive Committee to maintain an up to date register of members of the Club.

8.6 A member may at any reasonable time inspect the records and documents of the Club.

## 9.0 SUBSCRIPTIONS:

9.1 To be paid by different classes as and when they are due.

## 10.0 TERMINATION OF MEMBERSHIP

10.1 Any person's membership may be terminated by any of the following events:

10.1.1 Resignation;

10.1.2 Expulsion;

10.1.3 A Member's annual membership fee remains unpaid after three months falling due.

10.2 The Management Committee shall have the power to suspend or expel any member of the Club for:

10.2.1 Any of the events in Item 10.1;

10.2.2 False or inaccurate statements made in the member's application for membership of the Club;

10.2.3 Breach of any rule, regulation of the Club, and;

10.2.4 By any act detrimental to the Club, after having undertaken due inquiry.

10.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

## 11.0 MANAGEMENT COMMITTEE

11.1 Management of the Club shall be vested in the Executive Committee elected by the members at the Annual General Meeting and consisting of:

11.1.1 President;

11.1.2 Vice President;

11.1.3 Secretary;

11.1.4 Treasurer;

11.1.5 Up to five (5) Committee Members. This number can be adjusted from time to time as the executive sees fit from no less than 3 and no more than 5.

11.2 No person shall hold more than one position on the Executive Committee at any one time, except when position/s remain vacant following the AGM. If an Executive Committee Member ceases to hold office, the Executive Committee may choose to appoint a person for the duration of the original term. The member can then be eligible for re-election at the Annual General Meeting.

11.3 A quorum of the Management Committee shall be half of its members plus one.

11.4 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.

11.5 A member of the management committee may lose his or her seat on the committee for either of the following:

a) Absence from three or more meetings without leave of absence;

b) Found not to be a financial member.

## 12.0 POWERS OF THE MANAGEMENT COMMITTEE

12.1 The Management Committee shall carry out the day-to-day running of the Club and shall have the power to:

- 12.1.1 Administer the finances, appoint authorised bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
- 12.1.2 Fix the manner in which such banking accounts shall be operated upon, providing the Management Committee passes all payments;
- 12.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
- 12.1.4 Adjudicate on all matters brought before it which in any way affect the Club;
- 12.1.5 Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members;
- 12.1.6 Make, amend and rescind regulations and policies;
- 12.1.7 Have the power to form and appoint any sub committee/s as required for specific purposes;
- 12.1.8 At their discretion employ a person or persons to carry out certain duties required by the Club, at salaries or remunerations for such period of time, as may be deemed necessary;
- 12.1.9 Should a vacancy occur on the Management Committee during the year, the Management Committee may appoint a successor until the next Annual General Meeting;
- 12.1.10 Appoint an officer/s or agent of the Management Committee to have custody of the Club's records, documents and securities.

## 13.0 ASSURANCE OF FINANCIAL STATEMENTS

13.1 The Club shall appoint an accountant as a financial reviewer who shall hold office until the next Annual General Meeting. The Club will direct that the accountant conducts a review of the annual financial statements.

13.2 The accountant must be a suitably qualified person (and preferably a member of the New Zealand Institute of Chartered Accountants) and must not be a member of the Committee, or an employee of the Club. Where the Club appoints an accountant to conduct a review but that person for some reason is unable to act, the Committee shall appoint another accountant as a replacement.

## 14.0 ANNUAL GENERAL MEETINGS

14.1 The Annual General Meeting of the Club must be held within four months of the end of the club's financial year.

14.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting, to members.

14.3 All financial members may attend the Annual General Meeting.

14.4 The quorum at the Annual General Meeting shall be a minimum of thirteen (13) members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present must be competent to discharge the business of the meeting.

14.5 The agenda for an Annual General Meeting shall be:

- Opening of Meeting
- Apologies
- Confirmation of Minutes of previous Annual General Meeting
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of Treasurer's statement
- Election of New Executive and appointment of reviewer
- Vote of thanks to outgoing Executive
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

## 15.0 SPECIAL GENERAL MEETINGS

15.1 General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of thirteen (13) members of the Club.

15.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

## 16.0 VOTING

16.1 Voting powers at the Annual General Meeting and Special General Meetings:

16.1.1 The President shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.

16.1.2 Each individual financial member present shall have one (1) vote.

16.1.3 Voting for Executive Committee members will be conducted by general ballot.

16.2 Voting powers at Management Committee Meetings;

16.2.1 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.

16.2.2 Each individual committee member present shall have one (1) vote.

## 17.0 FINANCE:

17.1 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the Management Committee may determine.

17.2 All accounts due by the Club must be paid after having been passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.

17.3 The Secretary shall not spend more than a set amount Petty Cash without the consent of the Management Committee, and shall keep a record of such expenditure in a Petty Cash Book.

17.4 A statement showing the financial performance and financial position of the Club shall be tabled at each Management Committee Meeting by the Treasurer.

17.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The reviewer's report shall be attached to such financial report.

17.6 The financial year of the Club shall commence on 1 June each year. The accounts, books and all financial records of the Club shall be reviewed each year.

17.7 Any club expenditure must be approved and authorised by at least two of the following:

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer
- e) Other Executive Committee members

17.8 All property and income of the Club will apply solely to the promotion of the objects of the Club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

#### 18.0 COMMON SEAL

(A rubber stamp on which is engraved the Club's name)

The common seal of the Club shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Management Committee and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

#### 19.0 ALTERATIONS TO THE CONSTITUTION AND REGULATIONS:

19.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.

19.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.

19.3 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.

19.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.

19.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection of the amendment.

(In the case of a licensed club, the Director of Liquor Licensing must also be notified.)

#### 20.0 DISSOLUTION

If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be distributed:

- a) To another incorporated club having objects similar to those of the Club; or
- b) For charitable or benevolent purposes, which incorporated Club or purposes, as the case requires, shall be determined by resolution of the members.